

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

C.A. No. 04-30147-KPN

MESTEK, INC., )  
Plaintiff )  
v. )  
MACSTEEL SERVICE CENTERS USA, INC. and )  
BSC PROPERTIES, INC., )  
Defendants )

REPLY TO  
COUNTERCLAIM

Mestek, Inc. ("Mestek") submits the following as its reply to the Counterclaim herein:

FIRST AFFIRMATIVE DEFENSE

1. Mestek is without knowledge or information sufficient to form a belief as to the truth of the allegations contained in paragraph 1 of the Counterclaim.
2. Mestek admits the allegations contained in paragraph 2 of the Counterclaim.
3. Mestek admits the allegations contained in paragraph 3 of the Counterclaim.
4. Mestek admits the allegations contained in paragraph 4 of the Counterclaim.
5. Mestek admits the allegations contained in paragraph 5 of the Counterclaim.
6. Mestek admits the allegations contained in paragraph 6 of the Counterclaim.
7. In response to the allegations of paragraph 7 of the Counterclaim, Mestek admits that it has failed to pay for the shipments described, but denies that its failure to pay is wrongful, and further states that it is entitled to a set-off of amounts for which Macsteel is liable.

SECOND AFFIRMATIVE DEFENSE

The Counterclaim fails to state a claim upon which relief may be granted.

THIRD AFFIRMATIVE DEFENSE

The defendant-in-counterclaim is entitled to a set-off.

JURY DEMAND

Mestek hereby requests a trial by jury as to all issues so triable.

The Plaintiff and Defendant-in-Counterclaim  
MESTEK, INC.  
By Its Attorneys:

/s/ Kevin C. Maynard

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Dated: November 2, 2004

CERTIFICATE OF SERVICE

I hereby certify that a true copy of the above document was served upon the attorney of record for each other party by mail on November 2, 2004.

/s/ Kevin C. Maynard

Kevin C. Maynard